

RECORDATION NO. 25090 FILED

FOUR PENN CENTER  
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JUL 22 '04

4-03 PM

SURFACE TRANSPORTATION BOARD

G&E

GOLLATZ  
GRIFFIN  
& EWING

ATTORNEYS - AT - LAW

ERIC M. HOCKY  
DIRECT DIAL 215.320.3720  
emhocky@ggelaw.com

July 20, 2004  
VIA: Overnight Delivery

Hon. Vernon A. Williams, Secretary  
Surface Transportation Board  
Mercury Building, #711  
1925 K Street, N.W.  
Washington, DC 20423-0001

Re: Documents for Recordation

Dear Mr. Williams:

I have enclosed an original and one copy of the document described below, to be recorded pursuant to 49 USC §11301 and 49 CFR Part 1177.

The document is a Partial Termination and Release of Lien, a secondary document, dated July 14, 2004.

The primary document to which this document is connected was recorded under Recordation No. 24856 on March 17, 2004.

The names and addresses of the parties to the documents are as follows:

Bank/Secured Party:

Keystone Nazareth Bank and Trust Company  
90 Highland Avenue  
Bethlehem, PA 18017

Borrower/Owner:

Lehigh Valley Rail Management, LLC  
Room 618, Martin Tower  
1170 Eighth Avenue  
Bethlehem, PA 18018



GOLLATZ, GRIFFIN & EWING, P.C.

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WILMINGTON

Hon. Vernon A. Williams, Secretary  
July 20, 2004  
Page 2 of 2

A description of the equipment covered by the document on which the lien is being released follows:

A second lien on the 126 hopper cars identified in more detail on Exhibit A to this letter.

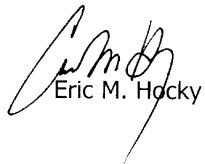
A fee of \$30.00 is enclosed. Please return the original and any extra copies not needed by the Board for recordation to:

Eric M. Hocky  
Gollatz, Griffin & Ewing, P.C.  
Four Penn Center  
Suite 200  
1600 John F. Kennedy Blvd.  
Philadelphia, PA 19103-2808

A short summary of the document to appear in the index follows:

Partial Termination and Release of Lien dated July 14, 2004, by Keystone Nazareth Bank and Trust Company in favor of Lehigh Valley Rail Management, LLC terminating the lien and security interest covering a second lien on 126 hopper cars granted in Security Agreement dated December 30, 2003 with Recordation No. 24856.

Respectfully,



Eric M. Hocky

M:\Hocky\LV Rail\Nazareth\STB release form v2.wpd

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**PARTIAL TERMINATION AND RELEASE OF LIEN**

SURFACE TRANSPORTATION BOARD

**WHEREAS**, Lehigh Valley Rail Management, LLC ("LVRM" or "Debtor") granted a security interest to Keystone Nazareth Bank and Trust Company ("Bank" or "Secured Party") in collateral including the collateral described on the attached Schedule 1 (the "Collateral"), pursuant to a Security Agreement dated December 30, 2003 (the "Security Agreement"); and

**WHEREAS**, a portion of the indebtedness secured by the Collateral has been paid and the Secured Party has agreed to release its interest in the Collateral;

**NOW, THEREFORE, FOR GOOD AND VALUABLE CONSIDERATION**, the receipt and sufficiency of which is hereby acknowledged, the undersigned Secured Party hereby terminates, releases and discharges any and all of its rights, security interests, liens and other interests in, and to, the Collateral, and in all increases or profits received therefrom, in all substitutions therefor, and in all proceeds thereof in any form.

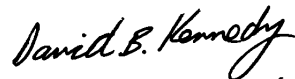
**IN WITNESS WHEREOF**, the said Secured Party has caused this Partial Termination and Release of Lien to be duly executed on this 14th day of July, 2004.

ATTEST:

KEYSTONE NAZARETH BANK  
AND TRUST COMPANY

  
~~(Assistant)~~ Secretary

[Corporate Seal]

By:   
Name: **DAVID B. KENNEDY**

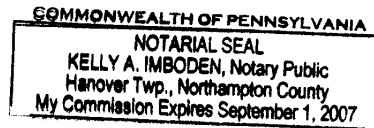
Title: **SENIOR VICE PRESIDENT**

)

ON THIS, 14th day of July, 2004, before me, the undersigned officer, personally appeared David B Kennedy, who acknowledged himself/herself to be Senior Vice President of KEYSTONE NAZARETH BANK AND TRUST COMPANY, and being authorized to do so, executed the foregoing instrument for the purpose therein contained by signing the name of the institution by himself/herself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Kelly A Imboden  
Notary Public  
My commission expires:



Hopper Cars

Reporting Marks/Numbers

BSIX 1224  
BSIX 1251  
BSIX 1300  
BSIX 1324  
BSIX 1329 to 1331  
BSIX 1357  
BSIX 1363  
BSIX 1374  
BSIX 1399  
PBNE 1203 to 1204  
PBNE 1218  
PBNE 1228 to 1231  
PBNE 1238  
PBNE 1246  
PBNE 1261  
PBNE 1270  
PBNE 1277  
PBNE 1281  
PBNE 1286  
PBNE 1291 to 1293  
PBNE 1298  
PBNE 1307 to 1310  
PBNE 1320  
PBNE 1327 to 1328  
PBNE 1335 to 1337  
PBNE 1343 to 1346  
PBNE 1353 to 1356  
PBNE 1360 to 1362  
PBNE 1369 to 1373  
PBNE 1378 to 1382  
PBNE 1389 to 1393  
PBNE 1400  
PBNE 1407

Reporting Marks/Numbers

BSIX 1240  
BSIX 1280  
BSIX 1321  
BSIX 1326  
BSIX 1347 to 1348  
BSIX 1359  
BSIX 1368  
BSIX 1376 to 1377  
BSIX 1401  
PBNE 1209 to 1210  
PBNE 1225  
PBNE 1233  
PBNE 1241 to 1242  
PBNE 1253  
PBNE 1267  
PBNE 1273 to 1275  
PBNE 1279  
PBNE 1284  
PBNE 1288 to 1289  
PBNE 1295  
PBNE 1302 to 1304  
PBNE 1315 to 1318  
PBNE 1322 to 1323  
PBNE 1332 to 1333  
PBNE 1339 to 1341  
PBNE 1349 to 1351  
PBNE 1358  
PBNE 1364 to 1366  
PBNE 1375  
PBNE 1384 to 1387  
PBNE 1395 to 1397  
PBNE 1402 to 1403  
PBNE 1409

Located on East Fourth Street, City of Bethlehem  
Parcels: P7SW1A-8-1, P7-10-3, P7-10-5, P7-10-6, & P7-14-1